

**Amendment to the Interconnection Agreement
Between
Time Warner Telecom of South Carolina LLC and
BellSouth Telecommunications, Inc.
d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia,
AT&T Kentucky, AT&T Louisiana, AT&T Mississippi,
AT&T North Carolina, AT&T South Carolina and AT&T Tennessee
Dated December 02, 2007**

This Amendment is entered into by and between Time Warner Telecom of South Carolina LLC (TWTC) and BellSouth Telecommunications, Inc d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee ("AT&T") hereinafter referred to collectively as the "Parties," to amend that certain Interconnection Agreement between the Parties dated December 02, 2007("Interconnection Agreement") to be effective as of the date of the last signature to the amendment.

WHEREAS, TWTC has changed the name of said business to tw telecom of south carolina llc (tw telecom), a Delaware limited liability company.

WHEREAS, the Parties desire that the Interconnection Agreement be amended to reflect the correct entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree that AT&T-9STATE shall be defined as the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee.

2. The name of Time Warner Telecom of South Carolina LLC (TWTC) in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with tw telecom of south carolina llc (tw telecom).

3. All of the other provisions of the Interconnection Agreement, dated December 02, 2007, shall remain in full force and effect.

4. Either or both of the Parties are authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.

5. In entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties have not yet fully incorporated into this Agreement or which may be the subject of further review.

tw telecom of south carolina llc
By: tw telecom holdings inc., its sole member

By: Tina Davis

Name: Tina Davis
Senior Vice President
Title: Deputy General Counsel

Date: 1 JUL 23 2008

BellSouth Telecommunications, Inc. d/b/a
AT&T South Carolina

By: Kristen E. Shore

Name: Kristen E. Shore

Title: Director

Date: 8/4/08

OCN #

ACNA

SOUTH CAROLINA
